

Law Offices of

# CHAPMAN AND CUTLER

a partnership including professional corporations

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Rafael L. Cook  
312 845-3863

January 12, 1988

RECORDATION NO. 11276-E Filed 1425

JAN 29 1988 - 4 01 PM

INTERSTATE COMMERCE COMMISSION

No. 8-029A140

Date JAN 29 1988

Fee \$ 10.00

ICC Washington, D.C.

Ms. Noreta R. McGee  
Secretary  
Interstate Commerce Commission  
12th Constitution Avenue  
North West/Room No. 2215  
Washington, D.C. 20423

Dear Ms. McGee:

Enclosed for recordation pursuant to the provisions of 49 U.S.C. §11303(a) are two copies of a Release Agreement dated December 31, 1987, a secondary document as defined in the Commission's Rules for the Recordation of Documents.

The enclosed document relates to a Shipper Full Service Lease Agreement dated as of September 28, 1979, an Assignment of Railroad Lease Agreement dated as of December 7, 1979 and Assignment of Railroad Lease Agreement dated as of January 25, 1980, which were recorded on December 28, 1979, January 9, 1980 and January 31, 1980, respectively, under Recordation Numbers 11276-A, 11276-C and 11276-D respectively.

The names and addresses of the parties to the enclosed document are:

Lessor: Dr. Edward Newman, Harry Reed, Vince Gavin and Allin W. Proudfoot, as Independent Coexecutors of the estate of Arthur Rubloff, deceased  
69 West Washington  
Chicago, Illinois 60602

Lessee: CF Industries, Inc.  
Salem Lake Drive  
Long Grove, Illinois 60047

A description of the railroad equipment covered by the enclosed document is set forth in Schedule A attached hereto and made a part hereof.

Ms. Noreta R. McGee  
January 12, 1988  
Page 2

Law Offices of  
CHAPMAN AND CUTLER

Also enclosed is a check in the amount of \$10 payable to the order of the Interstate Commerce Commission covering the required recordation fee.

Kindly return a stamped copy of the enclosed document to Rafael L. Cook, Esquire, Chapman and Cutler, 111 West Monroe Street, Chicago, Illinois 60603.

A short summary of the enclosed secondary document to appear in the Commission's Index is:

Release Agreement dated December 31, 1987 covering 82 100-ton covered hopper railroad freight cars bearing original WAR marks and numbers and current RUSX marks and numbers.

Very truly yours,

CHAPMAN AND CUTLER

By   
Rafael L. Cook

RLC/glr  
Enclosures

**Interstate Commerce Commission**  
**Washington, D.C. 20423**

OFFICE OF THE SECRETARY

Rafael L. Cook  
Chapman & Culter  
111 West Monroe Street  
Chicago, IL 60603

Dear  
Sir

The enclosed document(s) was recorded pursuant to the provisions of Section 11303 of the Interstate Commerce Act, 49 U.S.C. 11303, on 1/29/88 at 4:05PM, and assigned recordation number(s). 11276-E

Sincerely yours,

*Nanta L. McEwen*  
Secretary

Enclosure(s)

REGISTRATION NO. 11276-E Filed 1429

JAN 29 1988 -4 22 PM

RELEASE AGREEMENT

INTERSTATE COMMERCE COMMISSION

THIS RELEASE AGREEMENT dated as of December 31, 1987 is between CF Industries, Inc. ("Lessee") whose post office address is Salem Lake Drive, Long Grove, Illinois 60047, and Dr. Edward Newman, Harry Reed, Vince Gavin and Allin W. Proudfoot, as Independent Coexecutors of the estate (the "Estate") of Arthur Rubloff, deceased ("Lessor"), whose post office address is 69 West Washington, Chicago, Illinois 60602.

RECITALS

A. Lessee and BRAE Corporation ("BRAE") have entered into a Shipper Agreement dated as of September 28, 1979 (the "Shipper Agreement") and a Shipper Full Service Lease Agreement dated as of September 28, 1979 (the "Lease") between Lessee and BRAE, as Lessor, pursuant to which Lessee leased from BRAE the items of railroad rolling stock (the "Equipment") more fully described in Schedule A and Schedule B attached hereto and hereby made a part hereof.

B. BRAE assigned all of its right, title and interest in, to and under the Lease insofar as it relates to the items of Equipment described on Schedule A attached hereto to Arthur Rubloff, deceased ("Decedent") pursuant to an Assignment of Railroad Lease Agreement dated as of December 7, 1979, which was filed with the Interstate Commerce Commission and recorded

pursuant to the provisions of Section 11303 of the Interstate Commerce Act, 49 U.S.C. §11303 on January 9, 1980 at 11:40 a.m. and assigned Recordation Number 11276-C.

C. BRAE assigned all of its right, title and interest in, to and under the Lease insofar as it relates to the items of Equipment described on Schedule B attached hereto to the Decedent pursuant to an Assignment of Railroad Lease Agreement dated as of January 25, 1980 which was filed with the Interstate Commerce Commission and recorded pursuant to the provisions of Section 11303 of the Interstate Commerce Act, 49 U.S.C. §11303 on January 31, 1980 at 11:15 a.m. and assigned Recordation Number 11276-D.

D. The Lease as it relates to the Equipment is no longer in effect and Lessee no longer has any interest in the Equipment pursuant to the Lease.

E. The Lease was filed with the Interstate Commerce Commission and recorded pursuant to the provisions of Section 11303 of the Interstate Commerce Act, 49 U.S.C. §11303 on December 28, 1979 at 1:15 p.m. and assigned Recordation Number 11276-A.

NOW, THEREFORE, the Lessee and the Lessor hereby agree that the Lease as it relates to the Equipment and all of the Lessee's interest in the Equipment are hereby released.

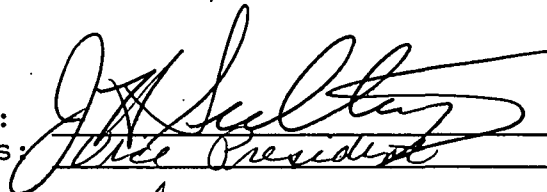
IN WITNESS WHEREOF, the Lessor and Lessee have executed  
this Release Agreement as of the 31<sup>ST</sup> day of December, 1987.

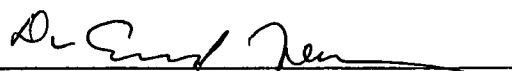
CF INDUSTRIES, INC.

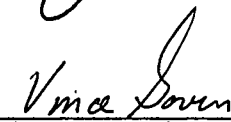
APPROVED  
AS TO FORM  
R. M. R.

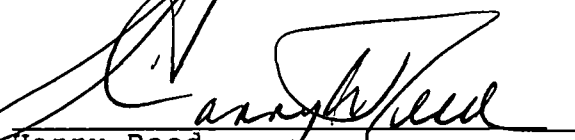
By:

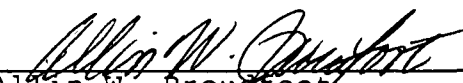
Its:

  
Vice President

  
Dr. Edward Newman,  
Independent Co-Executor of  
the Estate of Arthur Rubloff,  
deceased

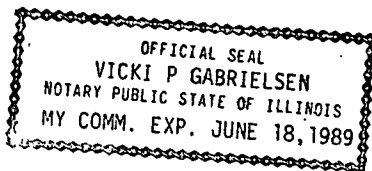
  
Vince Gavin,  
Independent Co-Executor of the  
Estate of Arthur Rubloff,  
deceased

  
Harry Reed,  
Independent Co-Executor of the  
Estate of Arthur Rubloff,  
deceased

  
Allin W. Proudfoot,  
Independent Co-Executor of the  
Estate of Arthur Rubloff  
deceased

STATE OF ILLINOIS )  
 ) SS  
COUNTY OF LAKE )

On this 31<sup>ST</sup> day of December, 1987, before me personally appeared J. H. Sultenfuss to me personally known, who being by me duly sworn, says that he is a Vice President of CF Industries, Inc., a Delaware corporation, and that the foregoing instrument was duly signed by him on behalf of said Corporation; and said J. H. Sultenfuss acknowledged before me that he executed the same as his free act and deed and the free act and deed of said Corporation.



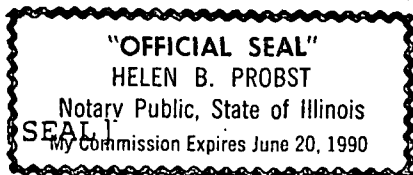
[NOTARIAL SEAL]

Vicki P. Gabrielsen

My Commission expires: 6/18/89

STATE OF ILLINOIS     )  
                              ) SS.  
COUNTY OF COOK        )

On this 4 day of Dec., 1987, before me personally appeared Dr. Edward Newman, Independent Co-Executor of the estate of Arthur Rubloff, deceased, personally known to me to be the same person whose name is subscribed to the foregoing instrument, who acknowledged that he signed, sealed and delivered said instrument as his free and voluntary act as such Co-Executor for the uses and purposes therein set forth.

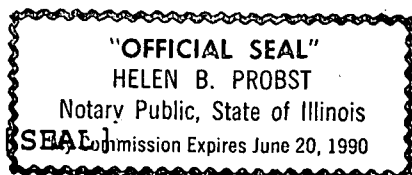


Helen B. Probst  
Notary Public

My Commission expires: June 20, 1990

STATE OF ILLINOIS     )  
                              ) SS.  
COUNTY OF COOK        )

On this 4 day of Dec., 1987, before me personally appeared Harry Reed, Independent Co-Executor of the estate of Arthur Rubloff, deceased, personally known to me to be the same person whose name is subscribed to the foregoing instrument, who acknowledged that he signed, sealed and delivered said instrument as his free and voluntary act as such Co-Executor for the uses and purposes therein set forth.



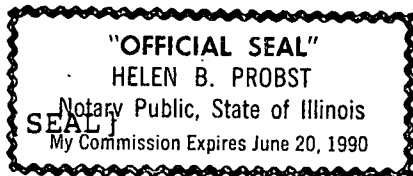
Helen B. Probst  
Notary Public

My Commission expires: June 20, 1990



STATE OF ILLINOIS     )  
                                  )   SS.  
COUNTY OF COOK        )

On this 4 day of Dec., 1987, before me personally appeared Vince Gavin, Independent Co-Executor of the estate of Arthur Rubloff, deceased, personally known to me to be the same person whose name is subscribed to the foregoing instrument, who acknowledged that he signed, sealed and delivered said instrument as his free and voluntary act as such Co-Executor for the uses and purposes therein set forth.

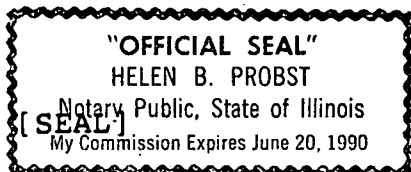


Helen B. Probst  
Notary Public

My Commission expires: June 20, 1990

STATE OF ILLINOIS     )  
                                  )   SS.  
COUNTY OF COOK        )

On this 4 day of Dec., 1987, before me personally appeared Allin W. Proudfoot, Independent Co-Executor of the estate of Arthur Rubloff, deceased, personally known to me to be the same person whose name is subscribed to the foregoing instrument, who acknowledged that he signed, sealed and delivered said instrument as his free and voluntary act as such Co-Executor for the uses and purposes therein set forth.



Helen B. Probst  
Notary Public

My Commission expires: June 20, 1990

RELEASE AGREEMENT

SCHEDULE A

DESCRIPTION OF EQUIPMENT

| <u>Number<br/>of Cars</u> | <u>Description</u>                                 | <u>Original<br/>Mark</u>                            | <u>Current<br/>Mark</u>                             |
|---------------------------|--|---|---|
| 79                        | 100-ton covered<br>hopper railroad<br>freight cars | WAR 15000<br>through<br>WAR 15029<br>both inclusive | RUSX 5601<br>through<br>RUSX 5630<br>both inclusive |
|                           |  | WAR 15031<br>through<br>WAR 15079<br>both inclusive | RUSX 5632<br>through<br>RUSX 5680<br>both inclusive |

RELEASE AGREEMENT

SCHEDULE B

DESCRIPTION OF EQUIPMENT

| <u>Number<br/>of Cars</u> | <u>Description</u>                                    | <u>Original<br/>Mark</u>                            | <u>Current<br/>Mark</u>                             |
|---------------------------|---|---|---|
| 3                         | 100-ton<br>covered hopper<br>railroad<br>freight cars | WAR 15197<br>through<br>WAR 15199<br>both inclusive | RUSX 5681<br>through<br>RUSX 5683<br>both inclusive |